

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

OCEAN RIDGE CAPITAL ADVISORS,  
LLC, as Litigation Trustee of THE  
MAS LITIGATION TRUST,

Plaintiff,

v.

METROPOLITAN LIFE INSURANCE COMPANY, THE  
NORTHWESTERN MUTUAL LIFE INSURANCE  
COMPANY, CAPITAL D'AMERIQUE CDPQ INC.,  
CAISSE DE DEPOT ET PLACEMENT DU QUEBEC,  
CSFB LP HOLDING, SKOOG FAMILY INVESTMENTS,  
LLC, BANCAMERICA CAPITAL INVESTORS II, L.P.,  
WINDWARD/PARK AB III, L.L.C., WINDWARD  
CAPITAL PARTNERS L.P., WINDWARD CAPITAL,  
ASSOCIATES, L.P., SUEZ CAPITAL PARTNERS II, L.P.,  
INDOSUEZ CAPITAL CO-INVEST PARTNERS, L.P.,  
SCP II ASSOCIATES, CREDIT SUISSE FIRST BOSTON  
(USA), INC., CREDIT SUISSE FIRST BOSTON,  
GOLDMAN SACHS CREDIT PARTNERS L.P., JEFFREY  
A. ANDERSON, JON F. BAKER, JOSE R. GARCIA,  
ROBERT H. BARTON III, H.H. WACASER, PETER S.  
MACDONALD, GARY SWENSON, JOHN F. MAYPOLE,  
THOMAS GRAHAM, DONALD A. MCKAY, HENRY A.  
NICKOL, JEFFREY HODGMAN, A. KIPP KOESTER,  
CRAIG VAN ESS, GURMINDER S. BEDI, THOMAS  
WALKER, JACK SKOOG AND DEAN VANEK,

Defendants.

Case No. 07-CV-3213 (SAS)

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**NOTICE OF PLAINTIFF'S  
MOTION TO DISMISS COUNTERCLAIM  
OF DEFENDANTS JACK SKOOG AND  
SKOOG FAMILY INVESTMENTS, LLC**

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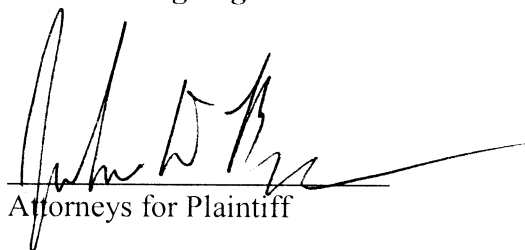
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**PLEASE TAKE NOTICE** that upon the annexed affidavit of John D. Byars, sworn on February 20, 2008 and the exhibits attached thereto, the accompanying Memorandum of Law in support of this motion, and the pleadings herein, Plaintiff will move this Court, before Judge Shira A. Scheindlin, United States District Judge, for an order pursuant to Rule 12(b)(6) of the Federal Rules of Civil Procedure granting an order dismissing the Counterclaim in its entirety. "Counterclaim" refers to the Counterclaim filed in this action by Defendants Jack Skoog and Skoog Family Investments, LLC on or about February 1, 2008.

**I declare under penalty of perjury that the foregoing is true and correct.**

Dated: February 20, 2008



Attorneys for Plaintiff

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